

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

GEORGE HUMPHRYS, Individually And
On Behalf Of All Others Similarly Situated,

Plaintiff,

v.

TD Ameritrade Holding Corporation, and
TD Ameritrade, Inc., f.k.a TD Waterhouse
Investor Services, Inc.,

Defendants.

No. 08-CV-2912 (PAC)

Hon. Paul A. Crotty

ECF Case

**MOTION FOR ADMISSION *PRO*
HAC VICE OF WILLIAM M.
MANN PURSUANT TO LOCAL
RULE 1.3(C)**

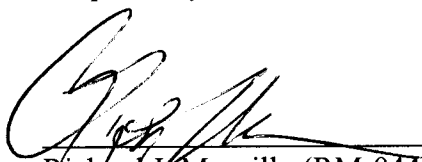
PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Richard J. Morvillo, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:

William M. Mann
Mayer Brown LLP
1909 K Street, N.W.
Washington, D.C. 20006
Tele: (202) 263-3268
Fax: (202) 263-5268
wmann@mayerbrown.com.

William M. Mann is a member in good standing of the District of Columbia Bar and an associate member in good standing of the Bar of the State of Virginia. There are no pending disciplinary proceedings against William M. Mann in any State or Federal court.

DATED: May 22, 2008

Respectfully submitted,



Richard J. Morvillo (RM-0441)
Mayer Brown LLP
1909 K Street, N.W.
Washington, D.C. 2006
Tele: (202) 263-3290
Fax: (202) 263-5290.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

GEORGE HUMPHRYS, Individually And)
On Behalf Of All Others Similarly Situated,)

Plaintiff,)

v.)

TD Ameritrade Holding Corporation, and)
TD Ameritrade, Inc., f.k.a TD Waterhouse)
Investor Services, Inc.,)

Defendants.)

No. 08-CV-2912 (PAC)

Hon. Paul A. Crotty

ECF Case

**DECLARATION OF
RICHARD J. MORVILLO
IN SUPPORT OF MOTION FOR
ADMISSION *PRO HAC VICE* OF
WILLIAM M. MANN**

I, Richard J. Morvillo, declare as follows:

1. I am a member of the bar of this Court and a partner of the firm of Mayer Brown LLP, counsel for Defendants TD Ameritrade, Holding Corporation and TD Ameritrade, Inc., in this action.

2. I submit this Declaration in support of my motion to admit William M. Mann *pro hac vice* pursuant to Local Civil Rule 1.3(c) of this Court.

3. I am a member in good standing of the bar of the State of New York, and was admitted to practice law in March 5, 1975. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing in this Court.

4. Mr. Mann is a partner of Mayer Brown LLP, in Washington, D.C.

5. By nature of the fact that we have been associated with Mayer Brown LLP for a number of years, I am familiar with Mr. Mann and his reputation. It is my opinion that

Mr. Mann is, and has a reputation for being, a lawyer of good character, competence, and experience. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

6. This application also includes a declaration by Mr. Mann describing his bar admissions, and good standing, and his experience and familiarity with the Judicial Code governing practice in the United States District Courts, the Federal Rules of Civil Procedure, the Federal Rules of Evidence, and the Local Rules governing practice in this Court.

7. A certificate of Mr. Mann's membership in good standing of the District of Columbia bar is annexed to his declaration as Exhibit A, which is submitted in further support of the motion.

8. A certificate of Mr. Brown's associate membership in good standing of the bar of the State of Virginia is annexed to his declaration as Exhibit B, which is submitted in further support of the motion.

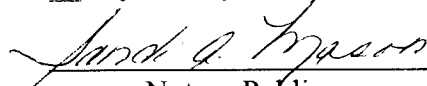
9. For the foregoing reasons, I respectfully request that the motion to admit William M. Mann, *pro hac vice*, to represent Defendants in the above-captioned matter be granted.

10. For the Court's convenience, a copy of a proposed order granting the motion is attached to this declaration.

I declare under penalty of perjury that the foregoing is true and correct. Executed on May 22, 2008.


Richard J. Morvillo (RM-0441)

Sworn to before me this
22 day of May, 2008


Notary Public

SANDI A. MASON
Notary Public, District of Columbia
My Commission Expires March 14, 2011

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

GEORGE HUMPHRYS, Individually And)
On Behalf Of All Others Similarly Situated,)

Plaintiff,

V.

TD Ameritrade Holding Corporation, and)
TD Ameritrade, Inc., f.k.a TD Waterhouse)
Investor Services, Inc.,)

Defendants.

No. 08-CV-2912 (PAC)

Hon. Paul A. Crotty

ECF Case

**DECLARATION OF WILLIAM
M. MANN IN SUPPORT OF
MOTION FOR ADMISSION *PRO
HAC VICE***

I, William M. Mann, declare as follows:

1. I am a partner of the firm of Mayer Brown LLP, counsel for Defendants TD Ameritrade Holding Corporation and TD Ameritrade, Inc., in the above-captioned action.
2. I submit this Declaration in support of Richard J. Morvillo's motion to admit counsel *pro hac vice* pursuant to Local Civil Rule 1.3(c) of this Court.
3. I have been admitted to practice law in the District of Columbia since 2000, and I am currently in good standing with the bar of the District of Columbia. A certificate of good standing from the District of Columbia is attached hereto as Exhibit A.
4. I have been admitted to practice law in the State of Virginia since 1999, and I am currently in good standing with the bar of the State of Virginia. A certificate of good standing from the State of Virginia is attached hereto as Exhibit B.
5. I have read and am familiar with (a) the provisions of the Judicial Code which pertain to the jurisdiction of, and practice in, the United States District Courts; (b) the Federal

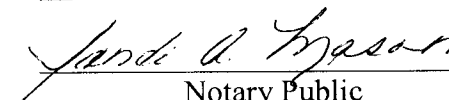
Rules of Civil Procedure; (c) the Federal Rules of Evidence; and (d) the Local Rules of this Court.

6. I will faithfully adhere to all rules applicable to my conduct in connection with any activities of this Court.

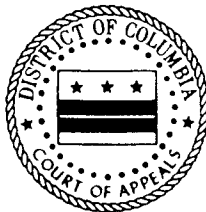
I declare under penalty of perjury that the foregoing is true and correct. Executed on May 22, 2008.


William M. Mann

Sworn to before me this
22 day of May, 2008


Notary Public

SANDI A. MASON
Notary Public, District of Columbia
My Commission Expires March 14, 2011



District of Columbia Court of Appeals
Committee on Admissions
500 Indiana Avenue, N.W. — Room 4200
Washington, D. C. 20001
202 / 879-2710

I, GARLAND PINKSTON, JR., Clerk of the District of Columbia Court of Appeals, do hereby certify that

WILLIAM M. MANN

was on the 10TH day of JULY, 2000
duly qualified and admitted as an attorney and counselor and
entitled to practice before this Court and is, on the date
indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have
hereunto subscribed my name
and affixed the seal of this
Court at the City of
Washington, D.C., on May 8,
2008.

GARLAND PINKSTON, JR., CLERK

By: *M. Charles*
Deputy Clerk

B

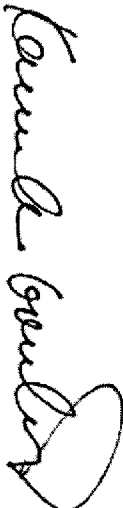


VIRGINIA STATE BAR

CERTIFICATE OF GOOD STANDING

THIS IS TO CERTIFY THAT WILLIAM MADISON MANN IS AN ASSOCIATE MEMBER OF THE VIRGINIA STATE BAR IN GOOD STANDING. MR. MANN WAS LICENSED TO PRACTICE LAW IN VIRGINIA ON OCTOBER 14, 1999, AFTER SUCCESSFULLY PASSING THE BAR EXAMINATION GIVEN BY THE VIRGINIA BOARD OF BAR EXAMINERS.

Issued May 7, 2008


KAREN A. GOULD
EXECUTIVE DIRECTOR AND
CHIEF OPERATING OFFICER

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

GEORGE HUMPHRYS, Individually And
On Behalf Of All Others Similarly Situated,

Plaintiff,

v.

TD Ameritrade Holding Corporation, and
TD Ameritrade, Inc., f.k.a TD Waterhouse
Investor Services, Inc.,

Defendants.

No. 08-CV-2912 (PAC)

Hon. Paul A. Crotty

ECF Case

**ORDER GRANTING MOTION
FOR ADMISSION *PRO HAC VICE*
OF WILLIAM M. MANN**

Upon motion by Richard J. Morvillo, counsel for Defendants TD Ameritrade Holding Corporation and TD Ameritrade, Inc., in the above-captioned action, and Mr. Morvillo's declaration in support;

IT IS HEREBY ORDERED that:

William M. Mann
Mayer Brown LLP
1909 K Street, N.W.
Washington, D.C. 20006
Tele: (202) 263-3268
Fax: (202) 263-5368
wmann@mayerbrown.com

is hereby admitted *pro hac vice* as counsel to Defendants in connection with this action in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the *pro hac vice* fee to the Clerk of the Court.

DATED: May __, 2008

SO ORDERED:

Honorable Paul A. Crotty
United States District Judge

CERTIFICATE OF SERVICE

I hereby certify that on May 22, 2008, I caused a true copy of the foregoing Motion for Admission *Pro Hac Vice* of William M. Mann to be served upon the following via overnight mail:

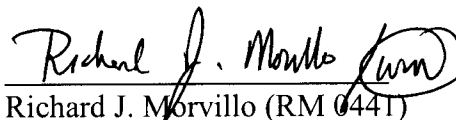
Christopher A. Seeger (CS 4880)
David R. Buchanan (DB 6368)
Stephen A. Weiss (SW 3520)
SEEGER WEISS LLP
One William Street, 10th Floor
New York, NY 10004
(212)584-0700
Fax: (212) 584-0799
cseeger@seegerweiss.com
dbuchanan@seegerweiss.com
sweiss@seegerweiss.com

Counsel for Plaintiff George Humphrys

Jonathan K. Levine (JL-8390)
Daniel C. Girard
Aaron M. Sheanin
GIRARD GIBBS LLP
601 California Street, 14th Floor
San Francisco, CA 94108
(415) 981-4800
Fax: (415) 981-4846

STUEVE SIEGEL HANSON LLP
Norman E. Siegel
460 Nichols Road, Suite 200
Kansas City, MO 64112
(816) 714-7100
(816) 714-7101

Counsel for Plaintiff George Humphrys

A handwritten signature in black ink, reading "Richard J. Morvillo" with a stylized flourish at the end.

Richard J. Morvillo (RM 0441)
MAYER BROWN LLP
1909 K Street, N.W.
Washington, D.C. 20006
(202) 263-3290

*Counsel for Defendants
TD Ameritrade Holding Corp. and
TD Ameritrade, Inc.*